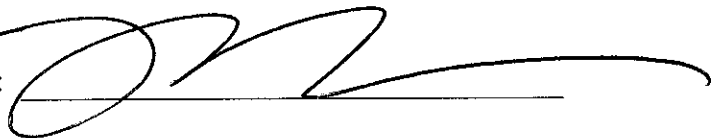


**CERTIFICATION BY COUNSEL TO BE ADMITTED PRO HAC VICE**

Pursuant to Local Rule 83.5, I certify that I am eligible for admission to this Court, am admitted, practicing and in good standing as a member of the Bar of the State of New York, and pursuant to Local Rule 83.6 submit to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the preparation or course of this action. I also certify that I am generally familiar with this Court's Local Rules. In accordance with Standing Order for District Court Fund effective 1/1/05, I further certify that the annual fee of \$25.00 will be submitted to the Clerk's Office upon the filing of this motion.

Signed: 

Dated: August 19, 2005

SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP  
Four Times Square  
New York, NY 10036  
(212) 735-3000